

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS

KIMBERLY KJESSLER, KLAIRE  
RUECKERT, LAURA BRALEY, TIMOTHY  
HAYDEN and SUMMER LANG, individually  
and on behalf of all others similarly situated,

*Plaintiffs,*

v.

ZAAPPAAZ, INC., AZIM MAKANOJIYA,  
NETBRANDS MEDIA CORP., MASHNOON  
AHMED, GENNEX MEDIA, LLC,  
BRANDECO, L.L.C., AKIL KURJI, CUSTOM  
WRISTBANDS INC., and CHRISTOPHER  
ANGELES,

*Defendants.*

Civil Action No. 4:18-cv-0430  
(Consolidated)

**DECLARATION OF BETSY C. MANIFOLD IN SUPPORT OF  
MOTION FOR AWARD OF ATTORNEYS' FEES AND LITIGATION EXPENSES**

I, Betsy C. Manifold, declare as follows:

1. I am a partner at Wolf Haldenstein Adler Freeman & Herz LLP. I submit this declaration in support of Plaintiff's motion for an award of attorneys' fees and expenses in connection with the services rendered, and costs and expenses incurred, in the above-captioned action (the "Action").

2. My firm served as Plaintiffs' Counsel in the Action.

3. The schedule attached as Exhibit 1 sets forth my firm's total hours and lodestar, computed at historical rates, for the period of inception of the case through and including today's date. The total number of hours spent by my firm during this period was 783.3, with a corresponding total lodestar (at historical rates) of \$523,499.00. This schedule was prepared from

contemporaneous daily time records prepared and maintained by my firm. In connection with representing the Plaintiffs in the Action, my firm did the following: investigating the underlying factual record and developing the legal theories of the case; drafting the initial complaints and the subsequent consolidated amended class action complaint; drafting and responding to MDL and § 1404 transfer motions for various Plaintiffs; drafting and serving discovery on Defendants; responding to discovery served by Defendants; reviewing, analyzing, summarizing, and organizing documents produced by Defendants; analyzing Defendants' transactional data; coordinating case strategy and discovery with Plaintiffs' co-counsel; participating in numerous arms-length settlement negotiations with each Defendant; attending multiple mediation sessions before the Honorable Susan Soussan in connection with settlement discussions involving certain Defendants; negotiating and drafting settlement agreements for each Defendant group; drafting the preliminary and final settlement approval motions; and developing the notice plan and coordinating claims administration with the claims administrator. The lodestar amount reflected in Exhibit 1 is for work performed by attorneys and professional staff at or affiliated with my firm for the benefit of the Class. The hourly rates for the attorneys and professional staff in my firm reflected in Exhibit 1 are the usual and customary hourly rates historically charged by my firm in similar complex litigation matters.

4. My firm has expended a total of \$8,271.27 in unreimbursed costs and expenses in connection with the prosecution of the Action from inception of the case through and including today's date. These costs are set forth in the Schedule attached as Exhibit 2 and are reflected in the books and records of my firm. They were incurred on behalf of Plaintiffs by my firm.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

/s/ Betsy C. Manifold

Betsy C. Manifold

Partner

Wolf Haldenstein Adler Freeman & Herz LLP

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**EXHIBIT 1 TO THE DECLARATION OF BETSY C. MANIFOLD IN SUPPORT OF  
MOTION FOR AWARD OF ATTORNEYS' FEES AND LITIGATION EXPENSES**

**Reported Hours and Historical Lodestar**  
Inception Through Today's Date

Name	Position	Hours	Historical Rate	Lodestar
Daniel W. Krasner	P	2.0	\$965	\$1,930.00
Fred T. Isquith	P	66.8	\$900	\$60,120.00
		95.8	\$915	\$87,657.00
		110.3	\$930	\$102,579.00
		9.9	\$945	\$9,355.50
Peter C. Harrar	P	0.8	\$855	\$684.00
Betsy C. Manifold	P	19.3	\$790	\$15,247.00
		4.5	\$800	\$3,600.00
		8.4	\$810	\$6,804.00
Thomas H. Burt	P	52.2	\$690	\$36,018.00
		8.2	\$700	\$5,740.00
		0.3	\$710	\$213.00
Theodore B. Bell	OC	15.0	\$595	\$8,925.00

		2.2	\$605	\$1,331.00
Carl V. Malmstrom	OC	90.5	\$510	\$46,155.00
		180.5	\$520	\$93,860.00
		20.8	\$530	\$11,024.00
		1.7	\$540	\$918.00
Kevin G. Cooper	A	31.1	\$340	\$10,574.00
Corey Ann Kamin	A	14.2	\$370	\$5,254.00
		1.3	\$375	\$487.50
James A. Cirigliano	PL	1.1	\$315	\$346.50
		11.3	\$320	\$3,616.00
		1.1	\$325	\$357.50
		4.3	\$330	\$1,419.00
Jilaine E. Gill	PL	8.5	\$300	\$2,550.00
		2.2	\$305	\$671.00
Kerri Warren	PL	0.4	\$200	\$80.00
Alexandra Loutsenhizer	PL	1.3	\$225	\$292.50
		2.3	\$230	\$529.00
Tony Gjata	IT	7.6	\$360	\$2,736.00
		2.3	\$365	\$839.50
		2.0	\$370	\$740.00
Kathryn M. Cabrera	PL	1.3	\$270	\$351.00
		1.8	\$275	\$495.00
<b>TOTAL</b>		<b>783.3</b>		<b>\$523,499.00</b>

**Role Legend**

P Partner  
 S Shareholder  
 SC Senior Counsel  
 OF Of Counsel  
 A Associate  
 LC Law Clerk  
 PL Paralegal  
 I Investigator  
 SA Staff Attorney  
 CA Contract Attorney  
 IT Tech Support

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**EXHIBIT 2 TO THE DECLARATION OF BETSY C. MANIFOLD IN SUPPORT OF  
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**Summary Expense Report** (Inception Through Today's Date)

<b>Expense</b>	<b>Total Amount</b>
Electronic Research (Lexis/Westlaw/PACER)	\$1,828.12
Court Costs – Filing Fees	
Litigation Fund Contribution	
Federal Express/Overnight Delivery/Messengers	\$89.14
Photocopies – In House	\$307.75
Photocopies – Outside	
Postage	\$10.15
Service of Process Fees	
Telephone/Fax	\$83.29
Transportation/Meals/Lodging	\$5,425.55
Co-Counsel Fees	
Experts/Consultant Fees	
Secretarial Overtime	\$114.82
Court Reporter Service/Hearing Transcript Fees	\$412.45
<b>TOTAL EXPENSES</b>	<b>\$8,271.27</b>